

TEXAS COMMERCE BANK

SAN ANTONIO

PHILIP E. NELSON
Senior Vice President

RECORDATION NO. 11793

Filed 1425

MAY 16 1980 - 9 30 AM

INTERSTATE COMMERCE COMMISSION

Ms. Joseph Lee

Interstate Commerce Commission

12th and Constitutional Ave., N.W.

Washington, D.C. 20423

May 9, 1980

RECORDATION NO. 11793

Filed 1425

MAY 16 1980 - 9 30 AM

INTERSTATE COMMERCE COMMISSION

0-137A014

MAY 16 1980

Fee \$

50.00

Dear Ms. Lee:

ICC Washington, D.C.

In accordance with the provisions of Section 20c of the Interstate Commerce Act and Section 1116 of Title 49 of the Code of Federal Regulations, there is submitted herewith for filing and recordation a Security Agreement and a Bill of Sale of a dump rail car used or intended for use in connection with interstate commerce. Please note that the Security Agreement covers 1 new dump rail car as hereinafter described. The Bill of Sale covers the 1 new dump rail car. The enclosed instruments are described as follows:

1. Two (2) executed originals of a Security Agreement dated May 8, 1980, by and between Texas Commerce Bank-San Antonio, as Secured Party and Robert C. Hillman, as Debtor; and
2. Two (2) executed originals of a Bill of Sale dated May 7, 1980, between Ortner Freight Car Company, as Seller, and Robert C. Hillman as Buyer.

The 1 new dump rail car described in the Security Agreement and the Bill of Sale is described as follows:

One (1) New "Rapid Discharge" TM Self-Clearing, Bottom Dump Rail Car, manufactured by Ortner Freight Car Company, Model No. OC-5025 (100-ton) Specification No. EX-279, having AAR Mechanical Designation HTS, and AAR Car Type Code K340 with cubic capacity of 2300 cubic feet. Car is marked TRAX 1113.

FEE OPERATION BR. I.C.C.

MAY 16 9 26 AM '80

RECEIVED



(512) 532-3111

512 HIGHLAND BLVD.

P. O. BOX 10250

SAN ANTONIO, TEXAS 78210

Ms. Joseph Lee

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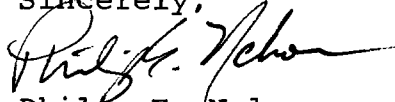
The Bill of Sale covers only the 1 new dump rail car described above.

Also enclosed is cashier's check in the amount of \$50.00 for payment of the recordation fee.

The address of the Debtor, Robert C. Hillman, is 156 Lorenz, San Antonio, Texas 78209; and the address of the Mortgagee, Texas Commerce Bank-San Antonio, is 512 Highland Boulevard, San Antonio, Texas 78210.

Please return an original counterpart of each of the enclosed instruments, with filing data noted thereon to me. If you need additional information with regard to these instruments or this transaction, please feel free to contact me. Thank you for your attention to this matter.

Sincerely,

A handwritten signature in dark ink, appearing to read "Philip E. Nelson", written over the typed name.

Philip E. Nelson
Senior Vice President

PEN:ao

Encls.

I hereby certify that this is a true and certified copy of the original.

RECORDATION NO. 11793 [✓] Filed 1425

Alice E. Ortega
ALICE E. ORTEGA

Notary Public Bexar County, Texas

MAY 16 1980 -9 30 AM BILL OF SALE

INTERSTATE COMMERCE COMMISSION

THIS AGREEMENT dated this 7th day of May, 1980, is by and between LEASE INVESTMENT CORPORATION, a corporation organized and existing under the laws of the State of Texas (hereinafter called "Seller") and Robert C. Hillman (hereinafter called "Buyer").

In consideration of \$ 39,709.16 per Car in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Seller does hereby sell and convey to Buyer the railroad Cars described in Exhibit "A" attached hereto and made a part hereof for all purposes.

Seller hereby warrants that it has title to the described property and that the described property is free from all liens and encumbrances, and Seller further agrees to forever warrant and defend the title to the described property unto Buyer, its successors and assigns, against all lawful claims.

LEASE INVESTMENT CORPORATION

By:

Joe B. Dorman
Joe B. Dorman, President

THE STATE OF TEXAS }

THE COUNTY OF DALLAS }

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Joe B. Dorman, President of LEASE INVESTMENT CORPORATION, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of LEASE INVESTMENT CORPORATION, a Texas Corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL of office this 7th day of

May, 1980.

Jane E. Hardie
Notary Public in and for said State
and County

(Seal)

EXHIBIT "A"

QUANTITY

1 TRAX 1113

DESCRIPTION

100-ton, 2300 cubic foot capacity
open top hopper railcars manufactured
by Ortner Freight Car Company pursuant
to Specification EX-279.